

**IN THE UNITED STATES DISTRICT COURT  
DISTRICT OF OREGON  
PORTLAND DIVISION**

PAUL PARSHALL, Individually and On  
Behalf of All Others Similarly Situated,

Plaintiff,

v.

LATTICE SEMICONDUCTOR  
CORPORATION, DARIN G. BILLERBECK,  
JOHN BOURGOIN, ROBIN ABRAMS,  
BRIAN BEATTIE, ROBERT HERB,  
MARK JENSEN, JEFF RICHARDSON,  
FRED WEBER, CANYON BRIDGE  
CAPITAL PARTNERS, INC., CANYON  
BRIDGE ACQUISITION COMPANY, INC.,  
and CANYON BRIDGE MERGER SUB,  
INC.,

Defendants.

Case No. 3:17-cv-00035-SI

CLASS ACTION

**STIPULATION OF DISMISSAL AND  
[PROPOSED] ORDER**

WHEREAS, Plaintiff filed the above-captioned action (the “Action”) challenging, among other things, the public disclosures made in connection with the proposed acquisition of Lattice Semiconductor Corporation (“Lattice”) by Canyon Bridge Capital Partners, Inc., Canyon Bridge Acquisition Company, Inc., and Canyon Bridge Merger Sub, Inc., (collectively “Canyon Bridge”) pursuant to a definitive agreement and plan of merger filed by Lattice with the United States Securities and Exchange Commission (“SEC”) on or around November 3, 2016 (the “Transaction”);

WHEREAS, the Action asserted claims for violations of sections 14(a) and 20(a) of the Securities Exchange Act of 1934 based on Lattice’s preliminary proxy statement filed with the SEC on or around December 28, 2016;

WHEREAS, on January 27, 2017, Lattice filed its definitive proxy statement containing additional disclosures that mooted Plaintiff's claims;

WHEREAS, it is the current intention of counsel for Plaintiff to submit an application for an award of attorneys' fees and reimbursement of expenses (the "Fee and Expense Application") in connection with the mooted claims;

WHEREAS, all of the Defendants in the Action reserve all rights, arguments and defenses, including the right to oppose any potential Fee and Expense Application;

WHEREAS, no class has been certified in the Action;

WHEREAS, for the avoidance of doubt, no compensation in any form has passed directly or indirectly to Plaintiff or his attorneys and no promise, understanding, or agreement to give any such compensation has been made, nor have the parties had any discussions concerning the amount of any mootness fee application or award;

WHEREAS, Defendants have denied and continue to deny any wrongdoing and contend that no claim asserted in the Action was ever meritorious;

NOW, THEREFORE, the parties hereby agree, subject to the approval of the Court, that:

1. The Action is dismissed, and all claims asserted therein are dismissed with prejudice as to Plaintiff only. All claims as to the putative class are dismissed without prejudice.
2. Because the dismissal is with prejudice as to Plaintiff only, and not on behalf of a putative class, notice of this dismissal is not required.
3. The Court retains jurisdiction of the Action solely for the purpose of determining Plaintiff's forthcoming Fee and Expense Application, if that becomes necessary.

4. This Order is entered without prejudice to any right, position, claim or defense any party may assert with respect to the Fee and Expense Application, which includes the Defendants' right to oppose the Fee and Expense Application.

5. To the extent that the parties are unable to reach an agreement concerning the Fee and Expense Application, they may contact the Court regarding a schedule and hearing to present such application to the Court.

6. Upon completion of briefing, the parties shall promptly contact the Court to schedule argument regarding Plaintiffs' Fee and Expense Application at a time convenient to the Court.

7. If the parties reach an agreement concerning the Fee and Expense Application, they will notify the Court. Upon such notification, the Court will close the Action.

Pursuant to LR 11-1(d)(2), counsel signing below consent to their signatures on this submission.

IT IS SO STIPULATED this 13th day of March, 2017.

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IT IS SO ORDERED this \_\_\_\_\_ day of \_\_\_\_\_, 2017.

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UNITED STATES DISTRICT JUDGE